

# Vorys, Sater, Seymour and Pease

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Arthur I. Vorys  
1856-1933  
Lowry F. Sater  
1867-1935  
Augustus T. Seymour  
1873-1926  
Edward L. Pease  
1873-1924

In Columbus  
52 East Gay Street  
Post Office Box 1008  
Columbus, Ohio 43216-1008  
Telephone (614) 464-6400  
Facsimile (614) 464-6350  
Rapifax (614) 464-6453  
Telex 241348  
Cable VORYSATER

In Cleveland  
2100 One Cleveland Center  
1375 East Ninth Street  
Cleveland, Ohio 44114-1724

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In Cincinnati  
Suite 2100 • Atrium Two  
221 East Fourth Street  
Post Office Box 0236  
Cincinnati, Ohio 45201-0236  
Telephone (513) 723-4000  
Facsimile (513) 723-4056

17052

RECORDED NO. 17052 FILED 17052 (614) 464-8252

OCT 4 1988-2 05 PM

October 4, 1990 INTERSTATE COMMERCE COMMISSION

## VIA HAND DELIVERY

0-277A010

Interstate Commerce Commission  
Office of the Secretary  
Recordation Unit  
Room 2303  
12th Street and Constitutional Ave.  
Washington, D.C. 24023

Attention: Ms. Mildred Lee

Dear Ms. Lee:

Enclosed please find the mortgage by which The Indiana & Ohio Rail Corp., an Ohio corporation with its principal place of business at 8901 Blue Ash Road, Cincinnati, Ohio 45242, grants an interest in the certain railroad property, described generally as one (1) type GP30 diesel locomotive, Unit NS 537, Mfg. Serial No. 5637-10, one (1) type GP30 diesel locomotive, Unit NS 533, Mfg. Serial No. 5637-12 and all of the proceeds of the same, to the mortgagee, BancOhio National Bank, a national banking association with offices at 148 West Main Street, Lancaster, Ohio 43130. This mortgage is tendered for filing with the Interstate Commerce Commission pursuant to 49 U.S.C. §11303.

Please return the original recorded document to me at P.O. Box 1008, Columbus, Ohio 43216-1008, at your convenience. My direct dial telephone number is (614) 464-8252.

If you have any questions, please contact me.

Very truly yours,

*Kenneth A. Golonka, Jr.*  
Kenneth A. Golonka, Jr.

KAG/mp  
Enclosures

10:54 PM '90  
100 UNIT

**Interstate Commerce Commission**  
Washington, D.C. 20423

10/4/90

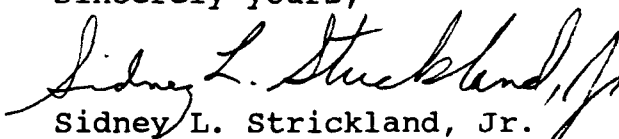
OFFICE OF THE SECRETARY

Kenneth A. Golonka, Jr  
Vorys Sater Seymour & Pease  
1828 L. St N.W.  
Washington, D.C. 20036

Dear Sir:

The enclosed document(s) was recorded pursuant to the provisions of Section 11303 of the Interstate Commerce Act, 49 U.S.C. 11303, on 10/4/90 at 2:05pm, and assigned recordation number(s). 17052

Sincerely yours,

  
Sidney L. Strickland, Jr.  
Secretary

17052

RECORDED BY \_\_\_\_\_ FILED 145

OCT 4 1990 2 05 PM

MORTGAGE  
(under Revised Code § 1701.66)

INTERSTATE COMMERCE COMMISSION

KNOW ALL MEN BY THESE PRESENTS, that THE INDIANA & OHIO RAIL CORP., a corporation having its principal office and place of business at 8901 Blue Ash Road, Cincinnati, Ohio 45242, as mortgagor ("Debtor"), for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, does hereby GRANT, BARGAIN, SELL, MORTGAGE and CONVEY to BANCOHIO NATIONAL BANK, 148 West Main Street, Lancaster, Ohio 43130 ("Mortgagee") its successors and assigns forever, the property described in Exhibit A attached hereto and made a part hereof (all, collectively, the "Mortgaged Property"), said Mortgaged Property being the same property in which a security interest is granted by Debtor and provided for in the Security Agreement dated as of October 1, 1990 by and between Debtor and Mortgagee (the "Security Agreement"), a copy of which is on file with Mortgagee;

TO HAVE AND TO HOLD the Mortgaged Property, together with all privileges and appurtenances thereunto belonging, to the Mortgagee, its successors and assigns, forever;

And Debtor, for itself and its successors and assigns, does hereby covenant with the Mortgagee, its successors and assigns, as set forth in the Security Agreement;

And the Debtor hereby further covenants that it will keep and maintain all covenants, warranties, payments, obligations and performances as provided in the Security Agreement;

PROVIDED ALWAYS, and this Mortgage is upon this condition, that if Debtor shall pay and perform the indebtedness and obligations referred to in the Security Agreement and shall fully keep, do, and perform all the conditions and agreements to be kept, done, and performed by it pursuant to the provisions of the Security Agreement and this Mortgage;

THEN THIS MORTGAGE SHALL BE VOID, otherwise to remain in full force and virtue in law and equity forever.

This Mortgage is tendered for recording under Section 1701.66 of the Ohio Revised Code.

IN WITNESS WHEREOF, the said THE INDIANA & OHIO RAIL  
CORP., Debtor, has caused this Mortgage to be executed by its  
duly authorized officer this 1<sup>st</sup> day of October, 1990

Signed and acknowledged  
in the presence of:

THE INDIANA & OHIO RAIL CORP.

Terr L Powell

By: Thomas B. McOwen  
Thomas B. McOwen

Edmund R. Keenan IV

Title: PRESIDENT  
~~Chairman of the Board~~  
and Treasurer

STATE OF OHIO :  
COUNTY OF Hamilton : SS

The foregoing instrument was acknowledged before me  
this 1<sup>st</sup> day of October, 1990, by Thomas B. McOwen, the  
Chairman of the Board and Treasurer of The Indiana & Ohio Rail  
Corp., an Ohio corporation, on behalf of the corporation.

Terr L Powell

This Instrument Prepared By:

TERRI L. POWELL, Attorney At Law  
Notary Public - State of Ohio  
My commission has no expiration date.  
Section 147.03 R. C.

Vorys, Sater, Seymour and Pease  
52 East Gay Street  
P. O. Box 1008  
Columbus, Ohio 43216-1008

EXHIBIT A

Debtor:

THE INDIANA & OHIO RAIL CORP.  
8901 Blue Ash Road  
Cincinnati, Ohio 45242

Mortgagee:

BANCOHIO NATIONAL BANK  
148 West Main Street  
Lancaster, Ohio 43130

WHETHER NOW OWNED OR EXISTING OR HEREAFTER ARISING OR  
ACQUIRED:

(a) One (1) type GP30 diesel locomotive, Unit NS 537,  
Mfg. Serial No. 5637-10; and

(b) One (1) type GP30 diesel locomotive, Unit NS 533,  
Mfg. Serial No. 5637-12; and

(c) All proceeds of all of the foregoing.